## IN THE CLAIMS:

Please amend claim 3 and add new claims 12-15 as follows. A marked up version showing the change made to claim 3 is enclosed.

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3. (Amended) The magnetoresistive film according to Claim 1, wherein said first magnetic layer and second magnetic layer are exchange-coupled with each other and said third magnetic layer and said fourth magnetic layer are exchange-coupled with each other, and wherein magnetization of the second magnetic layer and magnetization of the third magnetic layer are oriented in the perpendicular direction to the film plane by exchange coupling force from the first magnetic layer and from the fourth magnetic layer.



12. (New) A MRAM comprising a plurality of magnetoresistive films each of which is provided according to claim 1.

magnetic layer containing at least Co and having a thickness of 0.2nm-2nm, a nonmagnetic layer, a third magnetic layer containing at least Co and having a thickness of 0.2nm-2nm and a fourth magnetic layer are stacked in the order named, wherein the first and second magnetic layers are exchange-coupled with each other, the third and fourth magnetic layers are exchanged-coupled with each other, the first and fourth magnetic layers have easy axes of magnetization along a perpendicular direction to a film plane, the second and third magnetic layers have a greater spin polarization than the first and fourth magnetic layers, and magnetization of the second and third magnetic layers are oriented in the perpendicular